

FILED
UNITED STATES DISTRICT COURT
IN CLERKS OFFICE
DISTRICT OF MASSACHUSETTS

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| SECURITIES AND EXCHANGE COMMISSION |) | 2005 FEB 18 P 1:46 |
| |) | |
| Plaintiff, |) | U.S. DISTRICT COURT |
| |) | DISTRICT OF MASS. |
| |) | C.A. No. 05 CV 10074 MEL |
| v. |) | |
| |) | |
| PATRICIA B. ROCKLAGE, WILLIAM M. |) | |
| BEAVER, and DAVID G. JONES |) | |
| |) | |
| Defendants. |) | |
| |) | |

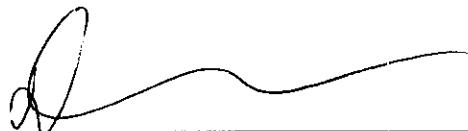
**DEFENDANT WILLIAM M. BEAVER'S MOTION TO
DISMISS FOR FAILURE TO STATE A CLAIM**

Pursuant to Fed. R. Civ. P. 12 (b)(6), Defendant William M. Beaver respectfully moves to dismiss the Complaint filed by Plaintiff Securities and Exchange Commission. The grounds for this motion are set forth in the Memorandum of Law in Support of Defendant William M. Beaver's Motion to Dismiss for Failure to State a Claim filed herewith.

Respectfully submitted,

WILLIAM M. BEAVER

By his attorneys,



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Dated: February 18, 2005

LOCAL RULE 7.1 CERTIFICATE

I hereby certify that I have conferred in good faith with plaintiff's counsel in a good faith effort to resolve or narrow the issues presented by this motion.



David E. Marder

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was served upon the following, by first class mail, postage prepaid, on February 18, 2005:

Luke T. Cadigan, Esq.
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